

REPAYMENT AGREEMENT

Caldwell McMillan, Jr. and Elizabeth A. McMillan-McCartney, brother and sister, are joint owners of the real and personal property in Lot #28 of the "Twin Hills" subdivision, with address at 1886 Crownsville Road, Annapolis, Maryland. They are also heirs of the estates of their deceased parents, the Estate of Sylvia R. McMillan and the Estate of Caldwell McMillan, Sr.

In May, 1990, Caldwell, Jr. obtained a mortgage on the Lot 28 property and agreed to repay it in full out of money he would obtain (inherit) from the Estates. Since 1991, he has not continued the mortgage payments and Elizabeth has loaned him the monthly payments. In return, Caldwell, Jr. has made partial assignments to Elizabeth of his \$34,607.72 claim in Case No. 91-5-0254-SD, In Re Sylmac, Inc., U.S. Bankruptcy Court, District of Maryland.

As of July, 1993, Caldwell Jr.'s claim has been fully assigned to Elizabeth and they now enter this agreement regarding repayment of the loaned monthly payments in excess of the \$34,607.72. claim assigned. With any additional monthly mortgage payments loaned by Elizabeth to Caldwell, Jr., Caldwell, Jr. agrees to repay those loaned amounts out of his inheritance from their parents' Estates at the same time he repays the original 1990 mortgage. Those loaned amounts and the original mortgage are agreed to be repaid as soon as the inheritance funds are available from the Estates.

It is understood that this is an agreement for the repayment of monies loaned, and not an assumption by Elizabeth of Caldwell Jr.'s mortgage obligation. Caldwell, Jr. is still responsible for his mortgage. Caldwell, Jr. agrees to restart and reparticipate in the monthly financial payments, and will obtain additional employment and other sources of loans for the necessary financial support.

Signed this 23rd day of July, 1993.

Philomena McCartney
Witness

Marilyn McMillan
Witness

Caldwell McMillan, Jr.
Caldwell McMillan, Jr.

Elizabeth A. McMillan-McCartney
Elizabeth A. McMillan-McCartney

EXHIBIT
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